



A blue ink signature of David L. Bissett, written in a cursive style.

David L. Bissett
United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF WEST VIRGINIA**

In Re: Ohio Valley University

Bk. No.: 22-00056

Debtor.

ORDER

On this day came the Trustee, Thomas H. Fluharty pursuant to the Trustee's "Motion to Sell Property Free and Clear of Liens and Notice of Upset Bid Procedures" (Doc. No. 207) filed herein on August 8, 2023 and the Trustee's "Notice of Public Sale of Property Free and Clear of Liens and of Telephonic Auction" (Doc. 211) filed herein on August 9, 2023 and the Trustee's "Rescheduled Notice of Public Sale of Property Free and Clear of Liens and of Telephonic Auction" (Doc. 223) filed herein September 20, 2023.

Whereupon the Trustee in support of his Motion represents as follows:

1. The debtor filed its voluntary chapter 7 petition on February 17, 2022. Schedule A/B of the petition, Part 55.2, lists various mineral interests in numerous counties in West Virginia along with oil and gas interests.
2. Thomas H. Fluharty was appointed Trustee on February 17, 2022 and on March 1, 2022 (Doc. No. 9) designated the case as an asset case.
3. On August 8, 2023, the Trustee filed his Motion to sell certain real property assets described as "an undivided interest in 17.69 acres, more or less, oil and gas, Parcel No. 12-60-32.1, Mannington District, Marion County, WV; an undivided interest in 8 acres more or less, oil and gas, Mannington District, Marion County, WV; an undivided interest in 105.7626 acres more or less in

Center District, Wetzel County, WV, (Deed Bk. 92, Page 176); an undivided interest in 92 acres more or less in Center District, Wetzel County, WV (Deed Bk. 92, Page 176), together with all other known and unknown interests in oil and gas, whether now owned or acquired in the future by the debtor, to Richard Armstrong, for the sum of \$10,000.00.

4. McCulliss Oil & Gas Inc. submitted an upset bid on July 31, 2023 of \$18,551.00 to the Trustee's Motion (Doc. No. 207).

5. On August 9, 2023, the Trustee filed a "Notice of Public Sale of Property Free and Clear of Liens and of Telephonic Auction (Doc. 211)," to be conducted on September 6, 2023 at 2:00 p.m.

6. On September 6, 2023 at 2:00 p.m. the Trustee held a telephonic auction of the oil and gas interests with the following in attendance: McCulliss Oil & Gas, Inc.

7. Subsequently it came to the Trustee's attention that the time zone was not indicated on the Notice of Public Sale and other bidders were unable to connect to the telephonic auction.

8. The Trustee filed on September 28, 2023, a Rescheduled Notice of Public Sale of Property Free and Clear of Liens and of Telephonic Auction (Doc. 223) set for September 28, 2023 at 11:00 a.m. E.D.T.

9. On September 28, 2023 at 11:00 a.m. E.D.T. the Trustee held a telephonic auction of the oil and gas interests with the following in attendance: McCulliss Oil & Gas, Inc., and Cranehill Capital, LLC.

10. A sale of the debtor's oil and gas interests in Marion and Wetzel Counties as well as any other oil and gas other than minerals underlying the Debtor's campus property, described in the Trustee's Motion was conducted. The properties were offered collectively in \$1,000.00 increments. Cranehill Capital, LLC. discontinued bidding after bidding reached \$38,000.00 with McCulliss Oil & Gas, Inc. as the high bidder at \$38,000.00 and Cranehill Capital, LLC offering \$37,000.00, as

second or back up bidder, as their final offer.

11. At the conclusion of the auction sale the high bidder was McCulliss Oil & Gas, Inc. for the sum of \$38,000.00 and Cranehill Capital, LLC. second high or back up bidder at \$37,000.00.

12. The Trustee proposes to transfer and convey the described oil and gas interests by deed or other appropriate documents such as an assignment, to McCulliss Oil & Gas, Inc. for the sum of \$38,000.00 and believes that the purchase price and the sale was fair and reasonable. The sale is free and clear of liens and encumbrances; any unpaid taxes will be the responsibility of the new owner; the new owner will pay transfer stamps and recording fees for any recordable document. McCulliss Oil & Gas, Inc. will receive all applicable royalties accruing from production beginning September 28, 2023.

13. The buyer is not an insider of the debtor and the transaction represents an arms length transaction between the parties, made without fraud or collusion and no attempt has been made by either party to take any unfair advantage of the other. The transfer and sale of the property is being made free and clear of any interest in the property held by an entity other than the Estate pursuant to 11 U.S.C. §363 (f) because applicable non bankruptcy rule permits a sale of the property free and clear of such interests.

The Court does make accordingly the following findings of fact and conclusions of law:

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §1334. Venue is properly before this Court and this is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(A), (N) and (O).

2. The debtor filed a voluntary chapter 7 bankruptcy on February 17, 2022, with the Trustee being appointed on February 17, 2022.

3. The debtor is the sole owner of the property described herein.

4. The Motion to Sell Property Free and Clear of Liens and Notice of Upset Bid Procedures filed herein on August 8, 2023 and served upon creditors and other parties in interest fully complies with the notice requirements of Rule 6004 and 2002 of the Rules of Bankruptcy Procedure and meets the requirements of 11 U.S.C. §363 for the Sale of Assets Free and Clear of Liens and Encumbrances, and service of the motion is found to be sufficient. The upset bid procedures contained within the motion are approved.

5. The Notice and Rescheduled Notice of Public Sale of Property Free and Clear of Liens and of Telephonic Auction complies with the Trustee's Motion to Sell Property Free and Clear of Liens and Notice of Upset Bid Procedures, and specifically the bid procedures described in the motion.

6. The Trustee has exercised his business judgment in determining to conduct an auction.

It is, accordingly, **ADJUDGED, ORDERED** and **DECREED** that the Trustee be and is hereby authorized to sell, the debtor's interest in oil and gas interests described in the Motion to Sell to McCulliss Oil & Gas, Inc., for the sum of \$38,000.00, together with the authority to execute and deliver to the purchaser a deed or any related document conveying the property for the total sum of \$38,000.00.

It is, further, **ADJUDGED, ORDERED** and **DECREED** that the 14 day stay imposed by FRBP 6004 is waived.

It is, further, **ADJUDGED, ORDERED** and **DECREED** that the buyer shall be entitled to any income and/or royalties from oil and gas production, from any and all sources, parties or payors related to the described property accruing after September 28, 2023.

Submitted by:

/s/ Thomas H. Fluharty
Thomas H. Fluharty, Trustee
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